

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. Contract ID Code Cost-Plus-Fixed-Fee		Page 1 Of 11	
2. Amendment/Modification No. P00012		3. Effective Date 2007JUN28		4. Requisition/Purchase Req No. SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By U.S. ARMY TACOM LCMC AMSTA-AQ-AHLA THOMAS MICHELIN (586)753-2322 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL WEAPON SYSTEM: WPN SYS: JE EMAIL: THOMAS.MICHELIN@US.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA CHICAGO 1523 WEST CENTRAL ROAD BLDG 203 ARLINGTON HEIGHTS IL 60004-2451 SCD B PAS NONE ADP PT HQ0339		Code S1403A	
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) DRS SUSTAINMENT SYSTEMS INCORPORATED 201 EVANS LN ST. LOUIS, MO 63121-1126 TYPE BUSINESS: Large Business Performing in U.S. Code 98255 Facility Code				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
				<input type="checkbox"/>		9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. W56HZV-06-C-0538	
				<input type="checkbox"/>		10B. Dated (See Item 13) 2006AUG08	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) ACRN: AB NET INCREASE: \$3,284,051.00							
13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS KIND MOD CODE: 6 It Modifies The Contract/Order No. As Described In Item 14.							
<input type="checkbox"/> A. This Change Order is Issued Pursuant To: The Changes Set Forth In Item 14 Are Made In The Contract/Order No. In Item 10A.							
<input type="checkbox"/> B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).							
<input type="checkbox"/> C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:							
<input checked="" type="checkbox"/> D. Other (Specify type of modification and authority) Exercise Option							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) SEE SECOND PAGE FOR DESCRIPTION Contract Expiration Date: 2008SEP30 Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) DENISE MIKA DENISE.MIKA@US.ARMY.MIL (586)574-7076			
15B. Contractor/Offeror (Signature of person authorized to sign)		15C. Date Signed		16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed 2007JUN28	
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243	

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-06-C-0538 MOD/AMD P00012	Page 2 of 11
Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED		

SECTION A - SUPPLEMENTAL INFORMATION

MODIFICATION P00012 TO CONTRACT W56HZV-06-C-0538

PROGRAM: M707/M1200 KNIGHT SYSTEMS TECHNICAL SUPPORT

PREVIOUS FUNDED CONTRACT AMOUNT: \$17,326,620.00

NET AMOUNT THIS ACTION: \$ 3,284,051.00

CURRENT CONTRACT DOLLAR AMOUNT: \$20,610,671.00

1. This document is contract modification P00012 to contract W56HZV-06-C-0538. The purpose of this contractual action is to:
- a. Exercise an option for 26,990 Logistics STS Level of Effort (LOE) hours for FY08 STS: M707 & M1200 Armored KNIGHT New Equipment Training and Vehicle Deprocessing, outlined on associated Work Directive 0538-L801, Revision B.
 - b. Exercise an option for 4,800 Engineering STS Level of Effort (LOE) hours for M707 KNIGHT and M1200 Armored KNIGHT FY07 STS Administrative Activities, outlined on associated Work Directive 0538-E701, Revision A.
 - c. Exercise an option for 864 Engineering STS level of Effort (LOE) hours for KNIGHT FY07/FY08 STS Formal Software Release of BCS-BFT Changes, outlined in associated Work Directive 0538-E718.
 - d. Incorporate the following changes to Section C:
 - 1) Delete duplicate Special Clauses C.1 through C.2.
 - 2) Revise Special Clause C.1.1 to add references to the M1200 Armored KNIGHT, the addition of 200,000 STS option hours incorporated by Modification P00011, and increase the total STS option hours from 260,000 to 460,000 hours.
 - 3) Revise Special Clause C.1.1.f to add references to the M1200 Armored KNIGHT.
 - 4) Delete duplicate text in Special Clause C.1.1.i.
 - 5) Add Special Clause C.1.1.n for M707 KNIGHT and M1200 Armored KNIGHT STS Administration and Program Management activities under both Engineering and Logistics Work Directives.
2. The options exercised by this contract modification are acquiring 32,654 Engineering and Logistics STS LOE hours on the following CLINS:

SubCLIN	Prior	This Change	Total
0001AD			
(Funding SubCLIN: 0001AN)			
Hours	27,782	26,990	54,772
Estimated Cost	\$ 2,473,431.00	\$ 2,402,920.00	\$ 4,876,351.00
Fixed Fee	\$ 227,535.00	\$ 221,048.00	\$ 448,583.00
Cost Plus Fixed Fee	\$ 2,700,966.00	\$ 2,623,968.00	\$ 5,324,934.00
SubCLIN	Prior	This Change	Total
0001AA			
(Funding SubCLIN: 0001AP)			
Hours	4,800	4,800	9,600
Estimated Cost	\$ 512,304.00	\$ 512,304.00	\$ 1,024,608.00
Fixed Fee	\$ 47,088.00	\$ 47,088.00	\$ 94,176.00
Cost Plus Fixed Fee	\$ 559,392.00	\$ 559,392.00	\$ 1,118,784.00
SubCLIN	Prior	This Change	Total
0001AQ			
Hours	0	864	864
Estimated Cost	\$ 0.00	\$ 92,215.00	\$ 92,215.00
Fixed Fee	\$ 0.00	\$ 8,476.00	\$ 8,476.00
Cost Plus Fixed Fee	\$ 0.00	\$ 100,691.00	\$ 100,691.00

- a. The hours optioned to date are 185,935 hours, leaving 274,065 STS hours available for future option exercise.
- b. The option is exercised prior to 30 September 2008.
3. The Logistics STS LOE option hours exercised under Modification P00012 are at the rate of \$97.22 - \$89.03 for Estimated Cost and 8.19 for Fixed Fee for Work Directive 0538-L801, Revision B. Engineering STS LOE option hours exercised under Modification P00012 are at a rate of \$116.54 - \$106.73 for estimated cost and \$9.81 for the contractor's fixed fee for Work Directives 0538-E701, Revision A and 0538-E718.
4. This modification is a bilateral action impacting the contract amount. This contractual action increases the total contract amount by \$3,284,051.00 from the prior amount of \$17,326,620.00 to a new total of \$20,610,671.00 and increases the total STS LOE hours exercised to date by 32,654 hours from 153,28` to 185,935 hours:

	Prior	This Change	Total
Hours	153,281	32,654	185,935
Estimated Cost	\$15,867,939.00	\$ 3,007,439.00	\$18,875,378.00
Fixed Fee	\$ 1,458,681.00	\$ 276,612.00	\$ 1,735,293.00
Cost Plus Fixed Fee	\$17,326,620.00	\$ 3,284,051.00	\$20,610,671.00

5. All other terms and conditions of contract W56HZV-06-C-0538 remain unchanged and in full force and effect.

*** END OF NARRATIVE A0012 ***

Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
0001	SECURITY CLASS: Unclassified				
0001AA	SERVICES LINE ITEM				\$ 559,392.00
	NOUN: PRGM MGT & CONTROL STS EFFORT PRON: 7266F30472 PRON AMD: 01 ACRN: AA AMS CD: 52899329104				
	WD 0538-E701, M707 KNIGHT FY07 STS ADMINISTRATIVE ACTIVITIES INCLUDING CONTRACTOR MANPOWER REPORTING IN ACCORDANCE WITH SECTION C, CLAUSE C-1			Estimated Cost: Fixed Fee: CPFF:	\$1,024,608 \$ 94,176 \$1,118,784
	LEVEL OF EFFORT HOURS: 9,600 HOURS				
	WD KT CY REV REF HRS STS COST FEE TOTAL Orig BC 4800 07 512,304 47,088 \$ 559,392 A P12 4800 07 512,304 47,088 \$ 559,392 \$1,118,784 =====				
	(End of narrative B001)				
	Inspection and Acceptance INSPECTION: Destination ACCEPTANCE: Destination				
	Deliveries or Performance DLVR SCH PERF COMPL REL CD QUANTITY DATE 001 0 06-JUL-2008 \$ 559,392.00				

Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AD	<div>SERVICES LINE ITEM</div> <div>NOUN: KNIGHT-STS-VEHICLE DEPROCESS PRON: 7276F30872PRON AMD: 01ACRN: AB AMS CD: 52899329103</div> <div>WD 0538-L801, M707 & M1200 ARMORED KNIGHT NEW EQUIPMENT TRAINING AND VEHICLE DEPROCESSING</div> <div>LEVEL OF EFFORT HOURS: 54,772 HOURS</div> <div><div><div>WDKT</div><div>REVREFHRS</div><div>FYS</div><div>COST</div><div>FEE</div><div>TOTAL</div></div><div>OrigP0327782072,473,431227,535\$2,700,966</div><div>AP110EXTEND PERIOD OF PERFORMANCE</div><div>BP1226990072,402,920221,048\$2,623,968</div><div>\$5,324,934</div><div>=====</div></div> <div>(End of narrative B001)</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance <div><div>DLVR SCH</div><div>REL CD</div><div>QUANTITY</div><div>PERF COMPL</div><div>DATE</div></div><div>001006-JUL-2008</div></div> <div>\$2,700,966.00</div>			<div>Estimated Cost: \$4,876,351</div> <div>Fixed Fee: \$448,583</div> <div>CPFF: \$5,324,934</div>	<div>\$2,700,966.00</div>

Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AN	<div>SERVICES LINE ITEM</div> <div>NOUN: KNIGHT PROGRAM - STS PRON: 7276F34172PRON AMD: 01ACRN: AB AMS CD: 52899329103</div> <div>Funding SubCLIN in Support of CLIN 0001AD</div> <div>(End of narrative B001)</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001006-JUL-2008</div> <div>\$2,623,968.00</div>				\$2,623,968.00

Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AP	<div>SERVICES LINE ITEM</div> <div>NOUN: KNIGHT PROGRAM STS PRON: 7276F34272PRON AMD: 01ACRN: AB AMS CD: 52899329103</div> <div>Funding SubCLIN in Support of CLIN 0001AA</div> <div>(End of narrative B001)</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001006-JUL-2008</div> <div>\$559,392.00</div>				\$559,392.00

Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AQ	<div>SERVICES LINE ITEM</div> <div>NOUN: KNIGHT STS PRON: 7276F34372PRON AMD: 01ACRN: AB AMS CD: 52899329103</div> <div>WD 0538-E718, KNIGHT FY07/FY08 FORMAL SOFTWARE RELEASE OF BCS-BFT CHANGES</div> <div>LEVEL OF EFFORT HOURS: 864 HOURS</div> <div>WDKT FY REVREFHRSSTSCOSTFEEETOTAL OrigP128640792,2158,476\$100,691 \$100,691 =====</div> <div>(End of narrative B001)</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001014-AUG-2007 \$100,691.00</div>			<div>Estimated Cost: \$92,215 Fixed Fee: \$8,476 CPFF: \$100,691</div>	\$100,691.00

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Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED			

B.1 BASIC CONTRACT AWARD

This contract award includes a base year total of up to 130,000 man-hours of Systems Technical Support for the M707 KNIGHT Vehicle System. The Government awarded a total of 7,014 man-hours by work directive at the time of contract award, leaving 122,986 man-hours available for future award as an option. The man-hour Estimated Cost, Fixed Fee, and Cost Plus Fixed Fee (CPFF) amounts negotiated for this contract are as follows:

FY AND TYPE OF WORK DIRECTIVE:	FROM:	THROUGH:	Estimated Cost:	Fixed Fee:	Cost Plus Fixed Fee:
FY 2007 ENGINEERING	Basic Contract Award	30 September 2007	\$106.73	\$ 9.81	\$116.54
FY 2007 LOGISTICS	Basic Contract Award	30 September 2007	\$ 89.03	\$ 8.19	\$ 97.22
FY 2008 ENGINEERING	01 October 2007	30 September 2008	\$109.91	\$ 10.10	\$120.01
FY 2008 LOGISTICS	01 October 2007	30 September 2008	\$ 91.20	\$ 8.38	\$ 99.58

B.2 OPTION

In accordance with Paragraph H-19, the Government, at its discretion, may increase the total number of Systems Technical Support hours awarded on this contract by an additional 130,000 hours for a total of 260,000 man-hours. The Estimated Cost, Fixed Fee, and Cost Plus Fixed Fee (CPFF) amounts negotiated above under clause B.1 will apply to these man-hours, if exercised.

B.3 ADDITION OF 200,000 STS OPTION HOURS (Added by Modification P00011)

In accordance with paragraph H-19 and approved Justification and Approval, CMO Control #07-350, dated 17 May 2007, the Government at its discretion, may increase the total number of Systems Technical Support hours awarded on this contract by an additional 200,000 hours for a total of 460,000 base and option man-hours. The Estimated Cost, Fixed Fee, and Cost Plus Fixed Fee (CPFF) amounts negotiated above under clause B.1 will apply to these man-hours, if exercised.

M707 KNIGHT Vehicle System STS hours optioned to date are 185,935, leaving 274,065 available for future option.

** Modification P00004 increases the total number of Systems Technical Support hours available for option on this contract by 130,000 hours, from 122,986 to a total of 252,986 hours. 7,014 Systems Technical Support hours were awarded at the time of the Basic Contract Award for a total of 260,000 hours.

*** END OF NARRATIVE B0001 ***

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-06-C-0538 MOD/AMD P00012	Page 10 of 11
Name of Offeror or Contractor: DRS SUSTAINMENT SYSTEMS INCORPORATED		

SECTION C - DESCRIPTION/SPECIFICATIONS/WORK STATEMENT

C.1 System Technical Support - STS Objectives

C.1.1 Technical Services Cost Plus Fixed Fee (CPFF): The contractor, DRS SSI shall provide technical services to support the M707 KNIGHT and M1200 Armored KNIGHT Programs in a base year amount of up to 130,000 hours, with options of 130,000 and 200,000 additional hours, for a total amount not to exceed 460,000 hours. The Government will issue one or more work directives that specify a description of work, man-hours authorized, costs, period of performance, and any deliverables required. The type of technical services are detailed below and will be defined in the individual work directive (Revised by Modification P00012).

- a. Test support and training necessary for successful operation of KNIGHT vehicles under Logistics Work Directives.
- b. Repair of GFM delivered to DRS SSI under Logistics Work Directives.
- c. BCT Integration and Support under both Engineering and Logistics Work Directives.
- d. Redesign efforts which includes problem investigation, design, analysis, validation/test, logistics and quality assurance of components/subsystems/vehicle systems, including procurement of parts/spares in order to complete/validate the Engineering Change Proposal (ECP/Change Order (CO)) under both Engineering and Logistics Work Directives.
- e. Product improvements which include design, analysis, validation/test, logistics and quality assurance of components/subsystems/vehicle systems/product improvements, including procurement of parts/spares necessary to validate/test, retrofit vehicle/spare subsystems, and cut into production under both Engineering and Logistics Work Directives.
- f. Technical Insertion which include design, research/investigation, analysis, concept evaluation, demonstration and integration of evolving technologies in the areas of reconnaissance, surveillance, and target acquisition, to increase the force multiplier effect of the M707 KNIGHT and M1200 Armored KNIGHT product improvements. Conduct necessary activities required to integrate individual technology insertion systems into the M707 and M1200 production baselines, including: design, fabrication, procurement of hardware, test/validate and ECP/CO preparation. Potential new technologies include, but are not limited to: Harris Radio, LVOSS, Micro Airplanes, LCU replacements, LRAS 3 concept, future FOS software packages, Applique/FBCB2, Cordless VIS, Acoustic Sensors, Surveillance Radar, Advanced Communication Systems, Extended Range Sensors, and alternate host platforms under both Engineering and Logistics Work Directives (Revised by Modification P00012).
- g. TDP updates for GFE Changes under both Engineering and Logistics Work Directives.
- h. Facility Vehicle upgrade and maintenance under both Engineering and Logistics Work Directives.
- i. Logistics Training and Field Support under both Engineering and Logistics Work Directives (Revised by Modification P00012).
- j. Support to Follow-on Production Test under both Engineering and Logistics Work Directives.
- k. Engineering support to fielding for investigations, trouble shooting, and problem resolution under both Engineering and Logistics Work Directives.
- l. Provide Technical Assistance to Fieldings under both Engineering and Logistics Work Directives.
- m. Parts Obsolescence under both Engineering and Logistics Work Directives.
- n. M707 KNIGHT and M1200 Armored KNIGHT STS Administration and Program Management activities under both Engineering and Logistics Work Directives (Added by Modification P00012).

C.1.1.2 Estimated Cost, Fixed Fee and Payment:

C.1.1.2.1 The estimated cost for performance of STS work under the contract, exclusive of the contractor's fee, is set forth in Section B at the CLIN level. The amount shown shall constitute the estimated cost for the purpose of the general provisions of the contract entitled, LIMITATION OF COST, but neither the Government nor the Contractor guarantee the accuracy of said estimate. The provisions of the clause LIMITATION OF COST applies to the STS CLIN of the contract. To support payment for work performed under this contract, the contractor shall have available for each voucher submitted the level of effort expended. Expenditure of labor hours in excess of the quantity specified is not authorized. Allowable cost shall be determined and payment thereof shall be provided in the section I General provision heretofore entitled ALLOWABLE COST AND PAYMENT, FAR 52.216-7.

C.1.1.2.2 The contractor may present with each voucher for its costs, a fee voucher in the amount bearing the same relation to the CLIN fixed fee as the accompanying cost voucher bears to the applicable CLIN cost. Payment of the fixed fee shall be subject to the withholding set forth in Paragraph (B) of the Section I General Provision entitled FIXED FEE, FAR 52.216-8.

C.2 The contractor shall have Material Review Board authority as follows: In accordance with ISO 9001, the Government authorizes the contractor to disposition minor nonconformances through its Material Review Board (Added by contract modification P00005).

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	ACRN	OBLG STAT/ JOB ORD NO		PRIOR AMOUNT	INCREASE/DECREASE AMOUNT		CUMULATIVE AMOUNT
0001AN	7276F34172 52899329103 A17P51033R72	AB	1 7GB103	\$	0.00	\$	2,623,968.00	\$ 2,623,968.00
0001AP	7276F34272 52899329103 A17P51033R72	AB	1 7GB103	\$	0.00	\$	559,392.00	\$ 559,392.00
0001AQ	7276F34372 52899329103 A17P51033R72	AB	1 7GB103	\$	0.00	\$	100,691.00	\$ 100,691.00
NET CHANGE					\$		3,284,051.00	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	AB	21 72035000075R5R03P52899331E9 S20113	W56HZV	\$ 3,284,051.00
NET CHANGE				\$ 3,284,051.00

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 17,326,620.00	\$ 3,284,051.00	\$ 20,610,671.00

ACRN	EDI ACCOUNTING CLASSIFICATION
AB 21 070920350000 S20113 75R5R035289932910331E9	7GB103S20113 W56HZV